ALVORD AND ALVORD
ATTORNEYS AT LAW

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(202) 393-2266 Fax (202) 393-2156 OF COUNSEL URBAN A LESTER

August 22, 2000

ELIAS C ALVORD (1942)

ELLSWORTH C ALVORD (1964)

RECORDATION NO 17244-D FILED

AUG 2 3 '00

11-52 AM

Mr. Vernon A. Williams Secretary Surface Transportation Board Washington, D.C. 20423 SURFACE TRANSPORTATION BOARD

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are five (5) copies of an Amendment to Memorandum of Loading Agreement Rider No. 6, dated August 1, 2000, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Loading Agreement which was previously filed with the Commission under Recordation Number 17244.

The names and addresses of the parties to the enclosed document are:

Lessor: Gree

Greenbrier Leasing Corporation

One Centerpointe Drive Suite 200

Lake Oswego, Oregon 97035

Lessee:

The Kansas City Southern

Railway Company

114 West 11th Street

Kansas City, MO 64145-1804

A description of the railroad equipment covered by the enclosed documents is:

282 boxcars KCS 60000 - KCS 60283 (excluding 60004 and 60143)

Mr. Vernon A. Williams August 22, 2000 Page Two

A short summary of the document to appear in the index follows:

Amendment to Memorandum of Loading Agreement between Greenbrier Leasing Corporation, Lessor, and The Kansas City Southern Railway Company, Lessee, correcting the number, reporting marks and road numbers of railcars subject to the Agreement and covering 282 boxcars KCS 60000 - KCS 60283 (excluding 60004 and 60143).

Also enclosed is a check in the amount of \$26.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return one stamped copy of the enclosed document to the undersigned.

Very truly yours,

Robert W. Alvord

Robert W. alvolem

RWA/ar Enclosures

RECORDATION NO. 17244-DILED

AUG 23 '00

11-52 AM

SURFACE TRANSPORTATION BOARD

AMENDMENT DATED AUGUST 1, 2000 TO MEMORANDUM OF LOADING AGREEMENT FOR RIDER NO. 6 DATED MARCH 1, 2000

BETWEEN

GREENBRIER LEASING CORPORATION ("LESSOR")

AND

THE KANSAS CITY SOUTHERN RAILWAY COMPANY ("LESSEE")

DATED AS OF OCTOBER 1, 1990

This MEMORANDUM OF LOADING AGREEMENT is made and entered into effective August 1, 2000, by and between Greenbrier Leasing Corporation, a Delaware corporation ("Lessor") and The Kansas City Southern Railway Company ("Lessee").

WHEREAS, Lessor and Lessee entered into the Lease Memorandum describing the lease by Lessor to Lessee pursuant to Rider No. 6 (the "Rider") to the Loading Agreement, of two hundred eighty-four (284) 50-foot, 70-ton Plate C boxcars marked and numbered KCS 60000 through KCS 60283, inclusive; and

WHEREAS, the parties have entered into an Amendment to the Rider dated August 1, 2000; and

WHEREAS, Lessor and Lessee wish to amend the Lease Memorandum to reflect a change in the number of railcars subject to the Rider, and to reflect the correct marks and numbers for the leased railcars;

NOW THEREFORE, Lessor and Lessee hereby amend the Lease Memorandum, retroactive to March 1, 2000 as follows:

1. The boxcars subject to the Rider shall be as follows:

Two hundred eighty-two (282) 50-foot, 70-ton Plate C boxcars marked and numbered KCS 60000 through KCS 60003, inclusive, KCS 60005 through KCS 60142, inclusive, KCS 60144 through KCS 60283, inclusive.

2. All other terms and conditions of the Lease Memorandum not specifically amended hereby shall remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed and sealed by their respective corporate officers as of the date first above written.

LESSOR:	LESSEE:
GREENBRIER LEASING CORPORATION BY: Mouss M. Webb	THE KANSAS CITY SOUTHERN RAILWAY COMPANY BY: L. Helley
NAME: Norriss M. Webb	NAME: Steven L Hefley
TITLE: Executive Vice President	DATE: 8-15-00
DATE: 8//8/00	DATE: 8-15-00
RECORDATION NO. 17244-J	Approved as to form R.P. B. J. J.
AUG 2 3 '00 11 - 5 2	? AM

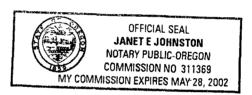
SURFACE TRANSPORTATION BOARD

STATE OF OREGON)
) ss.
COUNTY OF CLACKAMAS)

On this day of <u>Cusyest</u>, 2000, before me personally appeared Norriss M. Webb, to me personally known, who being by me duly sworn, says that he is the Executive Vice President of Greenbrier Leasing Corporation, that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.

Ganit E. Johnston MOTARY PUBLIC

My commission expires: $\frac{5/28/2002}{}$



STATE OF	MISSOURI)
) ss
COUNTY O	F JACK SON)

On this 15th day of August, 2000, before me personally appeared Steven L. Hefley, to me personally known, who being by me duly sworn, says that the is the CTO-Network Services of The Kansas City Southern Railway Company, that the foregoing instrument was signed on behalf of said corporation, and the acknowledged that the execution of the said instrument was her or his free act and deed.

NOTARY PUBLIC

My commission expires: Lol. 22, 2002

MOTARY PUBLIC - STATE OF MISSOURI JACKSON COUNTY MY COMMISSION EXP, OCT, 22,2002

PATRICIA

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